

MAY-14-98 09:47AM FROM-AXERMAN SENTERFITT

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**EXHIBIT D**

**DIRECTV/USSB PROMOTIONAL BROCHURE**



**YOU ONLY USE 11% OF ITS POTENTIAL.**



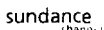
**DITTO.**

**Now there's a way to get  
the most of both.**

## Anything good on?

It may be the most commonly asked question in America each evening. So what if we told you there's a way to unlock the full potential of your television — a way to enjoy all the favorite channels you've had with cable, along with an unprecedented selection of movies, sports and a lot more. All brought to you with the clarity of digital picture and sound. And easy access to your local channels.

This is U.S. Satellite Broadcasting<sup>SM</sup> (USSB<sup>®</sup>) and DIRECTV<sup>®</sup>, available exclusively on the 18" DSS<sup>®</sup> dish. Together, they will redefine how you experience television.

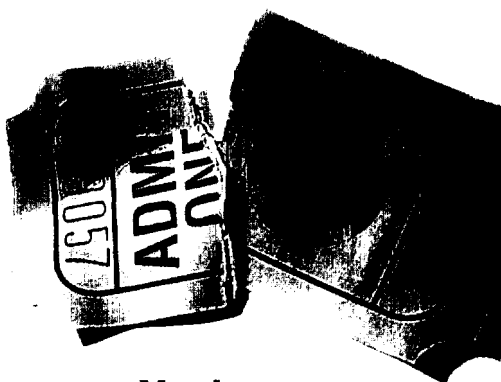


With USSB, you'll have your choice of more than 900 different movies per month.

choices a night. And you can order pay-per-view with your remote control.

## How do I find my way around more than 200 channels?

Quickly and easily, with the interactive, on-screen programming guide. With the touch of a button on your DSS remote, you can find out what's on by title, time, and programming genre. You can also find out what's playing a few days in advance, as well as create your own personalized channel lists. There's even a "locks and limits" feature that allows you to control what your children watch and what they spend on pay-per-view.



**You've never  
seen movies  
like this.<sup>SM</sup>**

What is U.S. Satellite Broadcasting? The most incredible movie experience on television.

USSB is where you'll find all of the most popular, commercial-free, movie channels, with 5 different channels of HBO<sup>®</sup>, 4 Showtime<sup>®</sup> channels, 3 Cinemax<sup>®</sup> channels, 2 of The Movie Channel<sup>TM</sup>, 2 channels of HBO<sup>®</sup> Family, FLIX<sup>TM</sup> and the Sundance Channel<sup>TM</sup> premiering the best in independent film under the creative direction of Robert Redford.

Why more than one channel of HBO and Showtime? Multiple channels bring you more movie choices and viewing times to choose from than ever before. And what makes USSB so different is that you get them all in one place.

**U.S. Satellite Broadcasting  
Together — only on the 18"  
home the best selection  
and information in the**

## Sports, news and information.

What U.S. Satellite Broadcasting is to movies, DIRECTV is to sports. DIRECTV offers you regular Season Ticket packages that let you see thousands of pro and college games from all over the country. And you'll have all the Regional Sports Networks to choose from.

You'll also see the widest selection of news, information, and as many as 55 different pay-per-view movie



These are only a few of the services that you'll find on DIRECTV.

## TV has never looked or sounded so good.

What makes the DSS system unique? Digital technology. It's the difference between listening to a CD versus an old record. The picture and sound quality are unlike anything you've experienced.

And on top of that, digital technology is the wave of the future.

### Easy access to local channels.

Contrary to what your local cable company may tell you, the DSS system has always



## What now?

Hopefully, reading this brochure has increased your brain capacity. So what now? Look at the back of this brochure and find answers to the most commonly asked questions about the DSS system. Use them to help

you when talking with a salesperson at your local electronics or satellite retailer. You'll even find a retailer near you.

Then go and experience the DSS difference for yourself. And remember to ask about your Free Month of USSB — a 30-day free trial of all USSB channels.

## The ABCs of the DSS dish.

The DSS system is a fundamental improvement in the choice and quality that television provides.

By subscribing to both USSB and DIRECTV, you'll have over 200 channels to choose from.



The best commercial-free, multichannel movie channels available, like HBO, Showtime, Cinemax, The Movie Channel, FLIX, HBO Family, and Sundance Channel.

As many as 55 different pay-per-view movie choices a night.



An unprecedented selection of pro and college sports packages from the NFL, NBA, NHL, Major League Baseball, Major League Soccer, ESPN, and Regional Sports Networks. And the world's best boxing on Showtime and HBO.

The most popular basic networks.

31 commercial-free CD audio music channels.

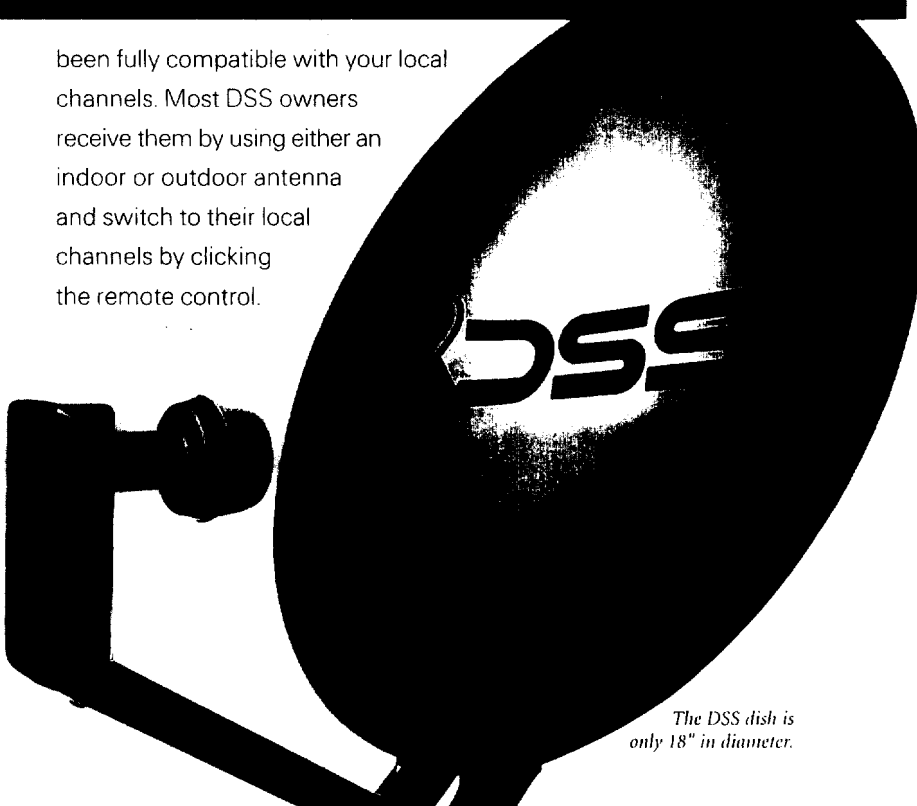


The DSS system is already the leading mini-dish system. And it's the only mini-dish system manufactured by proven and trusted companies like RCA, Sony, Panasonic, Magnavox, Toshiba, Hitachi, Uniden, Memorex, GE, ProScan and Hughes Network Systems.

**Tap the full potential of your TV.**

asting and DIRECTV  
**DSS system - they bring  
of movies, sports, news  
e history of television.**

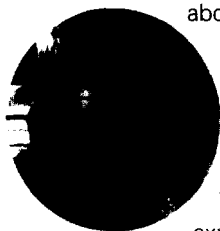
been fully compatible with your local channels. Most DSS owners receive them by using either an indoor or outdoor antenna and switch to their local channels by clicking the remote control.



*The DSS dish is only 18" in diameter.*

# What to look for when buying a satellite dish.

## SO NOW YOU KNOW



about a new kind of technology and a selection of programming that's unprecedented in television history.

The next step is to experience it for yourself. Here are the answers to the most commonly asked questions that might help when you visit your local electronics or satellite retailer.

### **Q. If I already have cable, why should I buy the DSS system?**

**A.** You'll get everything you've had before, plus a lot more. All in digital picture and sound. And, quite frankly, the DSS system is a better value.

### **Q. I still want to watch my local channels. Is that a problem if I have the DSS system?**

**A.** No problem. With the touch of a button on your remote, you can switch over from the DSS system to your local

stations. Ask your retailer to suggest the best indoor or outdoor antenna to receive your local channels. Recent technology has made antenna quality better than ever. And remember, with an antenna, you get your local channels for free.

### **Q. Once I have the DSS system, will I be able to pick and choose the channels I want?**

**A.** Yes. The DSS system is the only subscription television service anywhere with two different programming companies to choose from. USSB and

DIRECTV offer an unprecedented array of packages at various prices. So you can be sure you'll find the combination of channels that best match your interests and budget.

### **Q. Can I watch USSB and DIRECTV on more than one TV set?**

**A.** Yes. You can run an additional line from the receiver to your other TVs. To watch different satellite channels on different TVs, simply add an additional DSS receiver as you would with a second VCR. And you can do so when you buy the dish or at a later date.

### **Still have questions?**

Visit our websites at [www.ussb.com](http://www.ussb.com) or [www.directv.com](http://www.directv.com). Or talk to a friend. You're bound to know someone who already owns a DSS system.

Then, visit your local electronics or satellite retailer. There are over 28,000 locations throughout the country to choose from. You can even buy DSS from AT&T.

And remember to ask about your Free Month of USSB.



EXPERIENCE DSS FOR YOURSELF AT YOUR LOCAL RETAILER:

CIRCUIT CITY  
SEARS  
BEST BUY

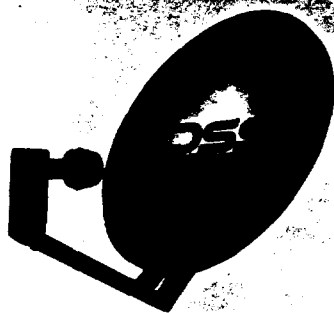
RADIO SHACK  
MONTGOMERY WARD

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**EXHIBIT E**

**U.S. SATELLITE BROADCASTING ADVERTISEMENT**

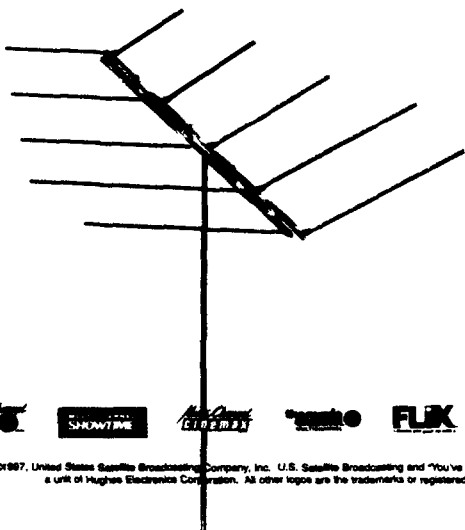
**Owners of this**



**can see their**

**local channels free**

**with this**



Contrary to what you may have heard, the 18" DSS® system has always been fully compatible with local channels offering consumers a seamless way to enjoy their local programming.

In fact, the majority of DSS system owners receive their local channels by using an indoor or outdoor antenna which allows them to switch to their local channels by simply clicking the remote control A/B switch.

So whether it's choosing from over 900 different movies a month from the most popular commercial-free movie channels on U.S. Satellite Broadcasting,<sup>SM</sup> or the widest selection of sports, news and information, and pay-per-view movies on DIRECTV,<sup>®</sup> the DSS system is about giving consumers the power to choose.



**U.S. Satellite Broadcasting**

You've Never Seen Movies Like This.<sup>SM</sup>

[www.ussb.com](http://www.ussb.com)



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